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*Counsel for Phillip Morris Capital Corporation and certain of its subsidiaries and affiliates*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
In re:	:	Chapter 11 Case No.
	:	
GENERAL MOTORS CORPORATION, <i>et al.</i> ,	:	09-50026 (REG)
	:	
Debtors.	:	(Joint Administration Pending)
	:	
-----X		

**NOTICE OF APPEARANCE AND DEMAND  
FOR SERVICE OF NOTICES AND DOCUMENTS**

PLEASE TAKE NOTICE that Phillip Morris Capital Corporation and certain of its subsidiaries and affiliates (collectively, "PMCC"), pursuant to sections 342 and 1109 of title 11 of the United States Code, 11 U.S.C. § 101 *et seq.*, and Rules 2002, 3017, 9007 and 9010 of the Federal Rules of Bankruptcy Procedure, hereby appear through **KAYE SCHOLER LLP**, their undersigned counsel, and request service of all notices and documents herein upon:

KAYE SCHOLER LLP  
425 Park Avenue  
New York, New York 10022-3598  
Telephone: (212) 836-8000  
Facsimile: (212) 836-8689  
Attn: Richard G. Smolev (RS 2222)  
Email: rsmolev@kayescholer.com  
Attn: Lauren Attard (LA 5083)  
Email: lattard@kayescholer.com

PLEASE TAKE FURTHER NOTICE that the foregoing demand includes all pleadings of any kind, including, without limitation, all notices, motions, complaints, and orders, whether written or oral, formal or informal, however transmitted, related in any way to these cases and the property or the estates of the Debtors.

PLEASE TAKE FURTHER NOTICE that neither this *Notice of Appearance and Demand for Service of Papers* (the "Notice") nor any later appearance, pleading, proof of claim, claim, or suit shall constitute a waiver of (i) the right to have final orders in non-core matters entered only after *de novo* review by a District Judge, (ii) the right to trial by jury in any proceeding triable in these cases or any case, controversy, or proceeding related to these cases, (iii) the right to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, (iv) any objection to the jurisdiction of this Bankruptcy Court for any purpose other than with respect to this Notice, (v) an election of remedy, (vi) any other rights, claims, actions, defenses, setoffs, or recoupments as appropriate, in law or in equity, under any agreements, all of which rights, claims, actions, defenses, setoffs, and recoupments are expressly reserved.

Dated: New York, New York  
June 1, 2009

KAYE SCHOLER LLP

/s/ Richard G. Smolev  
Richard G. Smolev (RS 2222)  
Lauren Attard (LA 5083)  
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